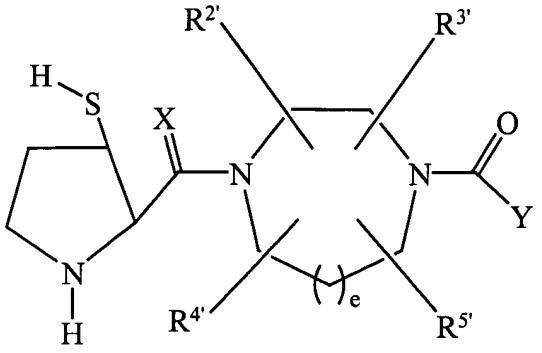
IN THE CLAIMS:

Claim 1-6 (**cancelled**).

Claim 7 (**previously presented**): A compound of the formula B:



B

wherein:

X is O or H_2;

e is 0;

t is 1 to 4;

$R^{2'}$, $R^{3'}$, $R^{4'}$, and $R^{5'}$ are independently selected from: H; C_{1-8}alkyl, alkenyl, alkynyl, aryl, heterocycle, -CO-$NR^{6'}R^{7'}$ or -CO-$OR^{6'}$, unsubstituted or substituted with one or more of:

1) aryl or heterocycle, unsubstituted or substituted with:
   a) C_{1-4}alkyl,
   b) $(CH_2)_tOR^{6'}$,
   c) $(CH_2)_tNR^{6'}R^{7'}$,
   d) halogen,
2) C_{3-6}cycloalkyl,
3) $OR^{6'}$,
4) $SR^{6'}$, $S(O)R^{6'}$, $SO_2R^{6'}$,
5) -$NR^{6'}R^{7'}$,
6) -$NR^{6'}$-CO-$R^{7'}$,
7) -$NR^{6'}$-CO-$NR^{7'}R^{8'}$,

8) -O-CO-$NR^{6'}R^{7'}$,

9) -O-CO-$OR^{6'}$,

10) -O-$NR^{6'}R^{7'}$,

11) -$SO_2NR^{6'}R^{7'}$,

12) -$NR^{6'}$-SO_2-$R^{7'}$,

13) -CO-$R^{6'}$, or

14) -CO-$OR^{6'}$;

and any two of $R^{2'}$, $R^{3'}$, $R^{4'}$, and $R^{5'}$ are optionally attached to the same carbon atom;

Y is aryl, heterocycle, unsubstituted or substituted with one or more of:

1) C_{1-4}alkyl, unsubstituted or substituted with:
   a) C_{1-4}alkoxy,
   b) $NR^{6'}R^{7'}$,
   c) C_{3-6}cycloalkyl,
   d) aryl or heterocycle,
   e) HO,
2) aryl or heterocycle,
3) halogen,
4) $OR^{6'}$,
5) $NR^{6'}R^{7'}$,
6) CN,
7) NO_2, or
8) CF_3;

$R^{6'}$, $R^{7'}$ and $R^{8'}$ are independently selected from: H; C_{1-4}alkyl, C_{3-6}cycloalkyl, heterocycle, aryl, aroyl, heteroaroyl, arylsulfonyl, heteroarylsulfonyl, unsubstituted or substituted with:

a) C_{1-4}alkoxy,
b) aryl or heterocycle,
c) halogen,
d) HO,
e) -CO-$R^{9'}$,

f) $-SO_2R^{9'}$, wherein

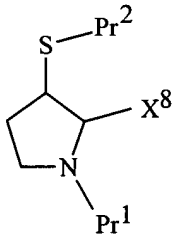
$R^{6'}$ and $R^{7'}$ may be joined in a ring, and
$R^{7'}$ and $R^{8'}$ may be joined in a ring;
$R^{9'}$ is C_{1-4}alkyl or aralkyl;
a pharmaceutically acceptable salt thereof.

Claim 8 (**previously presented**): The compound (2S)-2-(2-methoxy-ethyl)-1-((cis)-3-sulfanyl-pyrrolidin-2-ylmethyl)-4-naphthoyl-piperazine or a pharmaceutically acceptable salt thereof.

Claim 9 (**previously presented**): A pharmaceutical composition which comprises a compound according to claim 7 or 8 and a pharmaceutically-acceptable carrier.

Claims 10-12 (**cancelled**).

Claim 13 (**previously presented**): A process for preparing compounds of the Formula B as defined in claim 7 which comprises deprotecting a compound of Formula VI:



Formula VI

wherein X^8 represents the right hand side of the Formula B as defined in claim 7, Pr^1 is H or an amino protecting group, Pr^2 is H or a thio protecting group and any functional groups in X^8 are optionally protected with the proviso that there is at least one protecting group and optionally, if desired, converting the product thus obtained into a pharmaceutically-acceptable salt thereof.

Claims 14-17 (**cancelled**).

Claim 18 (**previously presented**): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is carcinoma of the bladder, breast, colon, kidney, liver, lung, ovary, pancreas, stomach, cervix, thyroid or skin.

Claim 19 (**previously presented**): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is a hematopoietic tumor of lymphoid lineage selected from acute lymphocytic leukaemia, B-cell lymphoma and Burketts lymphoma.

Claim 20 (**previously presented**): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is a hematopoietic tumor of myeloid lineage selected from acute or chronic myelogenous leukemias and promyelocytic leukaemia.

Claim 21 (**previously presented**): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is a tumor of mesenchymal origin selected from fibrosarcoma and rhabdomyosarcoma.

Claim 22 (**previously presented**): A method of treating a disease or medical condition mediated through farnesylation of CAAX-containing proteins which comprises

administering to a warm-blooded animal an effective amount of a compound according to claim 7 or 8, wherein said disease or medical condition is a tumor selected from melanoma, seminoma, teratocarcinoma, neuroblastoma and glioma.